

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
TALEN ENERGY SUPPLY LLC, <i>et al.</i> , ¹)	Case No. 22-90054 (MI)
)	
Debtors.)	(Jointly Administered)
)	

**SUMMARY SHEET FOR
THIRD INTERIM FEE APPLICATION OF MOELIS & COMPANY LLC
FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY
EXPENSES AS INVESTMENT BANKER AND FINANCIAL ADVISOR TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FROM NOVEMBER 1, 2022
THROUGH JANUARY 31, 2023**

Name of Applicant:	Moelis & Company LLC	
Applicant's Role in Case:	Investment banker and financial advisor to the Unsecured Creditors Committee	
Docket No. of Employment Order(s):	971	
Interim Application (Y) No. <u>3rd</u> _____ Final Application ()	Indicate whether this is an interim or final Application. If interim, indicate the number (1 st , 2 nd , 3 rd , etc.)	
	Beginning Date	End Date
Time period covered by this Application for which interim compensation has not previously been awarded:	11/01/22	01/31/23
Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? (Y) Y/N		
Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? (Y) Y/N		
Is the requested compensation reasonable based on the customary compensation charged by comparably skilled practitioners in other non-bankruptcy cases? (Y) Y/N		
Do expense reimbursements represent actual and necessary expenses incurred? (Y) Y/N		
Compensation Breakdown for Time Period Covered by this Application		

¹ A complete list of the Debtors in these chapter 11 Cases may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://cases.ra.kroll.com/talenenergy>. The Debtors' primary mailing address is 1780 Hughes Landing Boulevard, Suite 800, The Woodlands, Texas 77380.

Total professional fees requested in this Application:	\$525,000.00
Total professional hours covered by this Application:	335
Average hourly rate for professionals:	N/A
Total paraprofessional fees requested in this Application:	N/A
Total paraprofessional hours covered by this Application:	N/A
Average hourly rate for paraprofessionals:	N/A
Total fees requested in this Application:	\$525,000.00
Total expense reimbursements requested in this Application:	\$7,454.58
Total fees and expenses requested in this Application:	\$532,454.58
Total fees and expenses awarded in all prior Applications:	\$427,454.58
Plan Status: On November 18, 2022, the Debtors filed a <i>Notice of Global Settlement with Official Committee of Unsecured Creditors</i> [Docket No. 1554]. Subsequently, on November 28 and December 14, 2022, the Debtors filed further revised versions of the <i>Joint Chapter 11 Plan of Talen Energy Supply, LLC and its Affiliated Debtors</i> [Docket Nos. 1570 & 1694] (as may be further amended or modified, the “ <u>Plan</u> ”). At a hearing held on December 15, 2022, Judge Isgur approved confirmation of the Plan. An order confirming the Plan was entered on December 20, 2022 [Docket No. 1760].	
Primary Benefits: Moelis conducted detailed financial analyses and valuation work, communicated with third parties including the debtors and creditors, and provided the UCC with advice related to the chapter 11 process to protect the interests of the unsecured class of creditors.	

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

TALEN ENERGY SUPPLY LLC, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 22-90054 (MI)
)
) (Jointly Administered)
)

**THIRD INTERIM FEE STATEMENT OF MOELIS & COMPANY LLC
FOR COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES AS INVESTMENT
BANKER TO THE UNSECURED CREDITORS COMMITTEE FROM NOVEMBER 1,
2022 THROUGH JANUARY 31, 2023**

Pursuant to sections 328 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, as amended (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the Bankruptcy Local Rules for the Southern District of Texas (the “**Local Bankruptcy Rules**”), and this Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 631] (the “**Compensation Order**”) and *Order (A) Authorizing the Employment and Retention of Moelis & Company LLC as Investment Banker for the Committee, Effective as of May 31, 2022; (B) Waiving and Modifying Certain Time-Keeping Requirements; and (C) Granting Related Relief* [Docket No. 971] (the “**Moelis Retention Order**”),² Moelis & Company LLC (“**Moelis**”), the retained investment banker to the Official Committee of Unsecured Creditors (the “**UCC**”), hereby submits this first interim fee statement (this “**Statement**”) for the allowance of compensation for services rendered in the amount of \$525,000.00 and reimbursement of actual and necessary expenses in the amount of \$7,454.58. In support of this Statement, Moelis respectfully represents as follows:

¹ A complete list of the Debtors in these chapter 11 Cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.ra.kroll.com/talenenergy>. The Debtors’ primary mailing address is 1780 Hughes Landing Boulevard, Suite 800, The Woodlands, Texas 77380.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Moelis Retention Order.

BACKGROUND

1. Talen Energy Supply LLC, together with its direct and indirect Debtor and non-Debtor subsidiaries and affiliates, form one of the largest competitive power generation companies in North America. Their generation portfolio consists of 18 facilities that are collectively capable of producing approximately 13,000 megawatts (MW) of power. The Debtors' fleet is diverse in both its fuel sources and technology—facilities are fueled by nuclear power, natural gas, oil, or coal, and certain facilities are capable of using multiple fuel sources

2. On May 9, 2022 (the “*Petition Date*”), each of the Debtors filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their property as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On May 23, 2022, the Office of the United States Trustee for the Southern District of Texas (the “*U.S. Trustee*”) appointed the UCC [Docket No. 264]. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

3. Moelis was retained by the UCC under section 328 of the Bankruptcy Code, effective as of May 31, 2022, by the Moelis Retention Order [Docket No. 971].

COMPENSATION REQUESTED FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD

1. Moelis' requested compensation for the Compensation Period includes Moelis' Monthly Fees of \$175,000 per month for the period of November 1, 2022 through January 31, 2023, in the aggregate amount of \$525,000.00.

2. During the Compensation Period, Moelis' restructuring professionals rendered approximately 335 hours of services to the UCC, based on the time records those professionals maintained pursuant to the Moelis Retention Order.

3. Moelis' work on behalf of the UCC involved tasks that are briefly summarized below. The summary is not intended to be a detailed description of the work Moelis has performed during the Compensation Period, but rather is a guideline offered to the Court and other interested parties with respect to the services performed by Moelis.

- (a) **Analysis and Investigation.** Moelis created analyses and conducted investigations. The resulting work products were used for a number of purposes including strategy and negotiations.
- (b) **Process Management & Case Strategy.** Moelis communicated with the UCC, other UCC advisors, or internally. These meetings and conferences covered various topics, including, but not limited to, the chapter 11 process, the state of business operations and strategy, and negotiations.
- (c) **Third Party Communications.** Moelis communicated with the Debtors' management, creditors, their respective advisors, and other parties-in-interest. These meetings and conferences covered various topics, including, but not limited to, the chapter 11 process, the state of business operations and strategy, and negotiations.
- (d) **Hearings, Hearing Preparation, and Court Filings.** Moelis participated in hearings before the Court and assisted in the preparation or court filed documents.
- (e) **Administrative Matters.** Moelis conducted general financial advisory, investment banking, and other administrative services, including, but not limited to, services related to these chapter 11 cases generally, retention matters, addressing questions of individual members of the UCC, chapter 11 procedures, and communications, administrative functions, and other matters not falling into any of the service categories listed above.

4. Set forth below is a table calculating the aggregate compensation Moelis is requesting pursuant to this Application:

	Fees	Expenses	Total
November 1, 2022 - November 30, 2022	\$175,000.00	\$6,901.82	\$181,901.82
December 1, 2022 - December 31, 2022	175,000.00	346.99	175,346.99
January 1, 2023 - January 31, 2023	175,000.00	205.77	175,205.77
Total Fees and Expenses Requested	\$525,000.00	\$7,454.58	\$532,454.58
<u>Amount of Compensation Previously Filed</u>			
November 1, 2022 - November 30, 2022	(\$140,000.00)	(\$6,901.82)	(\$146,901.82)
December 1, 2022 - December 31, 2022	(\$140,000.00)	(\$346.99)	(\$140,346.99)
January 1, 2023 - January 31, 2023	(\$140,000.00)	(\$205.77)	(\$140,205.77)
Total Fees and Expenses Requested Less Amount Previously Filed			\$105,000.00

5. Annexed as **Exhibit A** hereto are fee statements reflecting the summary time records of Moelis' investment banking professionals for each month during the Compensation Period, which have been maintained in accordance with the Moelis Retention Order. Pursuant to the Moelis Retention Order, the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the U.S. Trustee Guidelines have been modified such that Moelis' restructuring professionals are required only to keep summary time records in half-hourly increments, Moelis' non-restructuring professionals and personnel in administrative departments (including legal) are not required to maintain time records, Moelis' restructuring professionals are not required to keep time records on a project category basis, and Moelis is not required to provide or conform to any schedules of hourly rates.

6. To the extent this Statement does not comply in every applicable respect with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the U.S. Trustee Guidelines, Moelis respectfully requests a waiver for any such technical non-compliance.

**REQUEST FOR REIMBURSEMENT OF EXPENSES
INCURRED DURING THE COMPENSATION PERIOD**

7. Moelis requests reimbursement of actual and necessary expenses incurred for each month during the Compensation Period in the aggregate amount of \$7,454.58. A detailed description of the expenses Moelis incurred for month during the Compensation Period, including time entries of its legal counsel, is annexed as **Exhibit B** hereto. Such expenses incurred by Moelis include travel expenses, internet service, local messenger service, meals, facsimiles, postage, and duplicating and presentations charges, which are reimbursable pursuant to the Moelis Retention Order. In addition, the invoices and supporting time records for the attorneys' fees and expenses for which Moelis seeks reimbursement are also reimbursable pursuant to the Moelis Retention Order. All of the fees and expenses for which allowance and payment is requested by Moelis in

this Statement are reasonable and necessary. In seeking reimbursement of an expenditure, Moelis is requesting reimbursement “at cost” and does not make a profit on that expenditure.

CONCLUSION

8. As described above, Moelis has provided valuable services to the UCC, and Moelis respectfully submits that the professional services for which it requests compensation and the expenditures for which it seeks reimbursement in this Statement were necessary and beneficial to the UCC and its constituents.

[Remainder of page intentionally left blank.]

WHEREFORE, Moelis respectfully requests that an allowance be made to Moelis for its monthly fees of \$525,000.00 and expenses of \$7,454.58 incurred during the Compensation Period. Moelis also respectfully requests payment by the Debtors of the outstanding amount of such fees and expenses in full, and such other and further relief as this Court deems proper.

Dated: March 24, 2023

MOELIS & COMPANY LLC

By: /s/ Adam B. Keil

Name: Adam B. Keil

Title: Managing Director

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

TALEN ENERGY SUPPLY LLC, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 22-90054 (MI)
)
) (Jointly Administered)
)

**CERTIFICATION OF COMPLIANCE WITH GUIDELINES
FOR FEES AND DISBURSEMENTS FOR PROFESSIONALS**

I, Adam B. Keil, certify that:

1. I am a managing director of Moelis & Company LLC (“***Moelis***”), the investment banker to the UCC in these chapter 11 cases. This certification is made pursuant in support of Moelis’ foregoing Statement (the “***Statement***”).

2. I have read the Statement and I have reviewed the requirements of the Local Rules for the United States Bankruptcy Court for the Southern District of Texas. I certify that, to the best of my knowledge, information, and belief formed after reasonable inquiry, except as specifically indicated to the contrary herein or in the Statement or to the extent compliance has been modified or waived by the Moelis Retention Order: (a) the Statement complies with the Bankruptcy Code, the Bankruptcy Rules, or the U.S. Trustee Guidelines; and (b) the fees and disbursements sought by Moelis fall within the Bankruptcy Code, the Bankruptcy Rules, or the U.S. Trustee Guidelines and are billed in accordance with practices customarily employed by Moelis and generally accepted by Moelis’ clients.

Dated: March 24, 2023

By: /s/ Adam B. Keil
Name: Adam B. Keil
Title: Managing Director

¹ A complete list of the Debtors in these chapter 11 Cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.ra.kroll.com/talenenergy>. The Debtors’ primary mailing address is 1780 Hughes Landing Boulevard, Suite 800, The Woodlands, Texas 77380.

EXHIBIT A — SUMMARY OF TIME RECORDS FOR THE COMPENSATION PERIOD¹

Talen

Moelis & Company

Summary of Hours Worked

November 1, 2022 - November 30, 2022

Description	Bill Derrough Managing Director	Adam Keil Managing Director	Bassam Latif Managing Director	Rachel Murray Executive Director	Travis Roberts Vice President	Justin Lina Associate	Amy Tan Analyst
Administrative Matters	-	-	-	-	-	-	1.0 hour(s)
Chapter 11 Process Management / Case Strategy	7.0 hour(s)	6.5 hour(s)	6.0 hour(s)	7.5 hour(s)	8.0 hour(s)	-	-
Debtor / Creditor / Third Party Communications	16.5 hour(s)	17.5 hour(s)	16.5 hour(s)	17.5 hour(s)	17.5 hour(s)	17.5 hour(s)	17.5 hour(s)
Hearing Preparation / Court Filings / Court Hearing	-	-	-	-	-	3.0 hour(s)	17.5 hour(s)
Analysis Creation and Review	-	-	-	-	4.5 hour(s)	1.0 hour(s)	2.5 hour(s)
Individual Total	23.5 hour(s)	24.0 hour(s)	22.5 hour(s)	25.0 hour(s)	30.0 hour(s)	21.5 hour(s)	38.5 hour(s)
Grand Total	185.0 hour(s)						

¹ Hours reflect time of restructuring bankers at Moelis and not all bankers providing services during this case as outlined in the Retention Order.

*Talen***Moelis & Company
Summary of Hours Worked**

DATE	HOURS	DESCRIPTION	PROFESSIONAL
11/2/2022	0.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
11/2/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
11/2/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
11/2/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
11/2/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/2/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/2/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/2/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/2/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/2/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/2/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/2/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/2/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/2/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/2/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/2/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/2/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/2/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/2/2022	1.5 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
11/4/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/4/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/4/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/4/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/4/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/4/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/7/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
11/7/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
11/7/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
11/7/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
11/7/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
11/8/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
11/8/2022	3.5 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
11/8/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
11/8/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
11/8/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
11/8/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
11/9/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/9/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/9/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/9/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/9/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/9/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/9/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/9/2023	0.5 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
11/10/2023	4.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
11/11/2023	0.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
11/11/2023	0.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
11/12/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/12/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/12/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/12/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray

*Talen***Moelis & Company
Summary of Hours Worked**

DATE	HOURS	DESCRIPTION	PROFESSIONAL
11/12/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/12/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/12/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
11/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
11/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
11/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
11/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
11/15/2022	1.0 hour(s)	Analysis Creation and Review	Travis Roberts
11/15/2022	1.0 hour(s)	Analysis Creation and Review	Justin Lina
11/12/2022	1.0 hour(s)	Analysis Creation and Review	Amy Tan
11/15/2022	7.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/15/2022	7.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/15/2022	7.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/15/2022	7.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/15/2022	7.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/15/2022	7.0 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/15/2022	7.0 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/16/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
11/16/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
11/16/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
11/16/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
11/16/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
11/16/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/16/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/16/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/16/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/16/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/16/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/16/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/16/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/16/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/16/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/16/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/16/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/16/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/16/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/17/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/17/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/17/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/17/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/17/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/17/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/17/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/18/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/18/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/18/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/18/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/18/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/23/2022	1.0 hour(s)	Administrative Matters	Amy Tan
11/29/2022	5.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan

*Talen***Moelis & Company
Summary of Hours Worked**

DATE	HOURS	DESCRIPTION	PROFESSIONAL
11/29/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
11/29/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
11/29/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
11/29/2022	0.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
11/29/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
11/29/2022	2.5 hour(s)	Analysis Creation and Review	Travis Roberts
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/30/2022	1.0 hour(s)	Analysis Creation and Review	Travis Roberts
11/30/2022	1.5 hour(s)	Analysis Creation and Review	Amy Tan
11/30/2022	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
11/30/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
11/30/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
11/30/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
11/30/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
11/30/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
11/30/2022	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
11/30/2022	5.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan

	Bill Derrough	Adam Keil	Bassam Latif	Rachel Murray	Travis Roberts	Justin Lina	Amy Tan
Description	Managing Director	Managing Director	Managing Director	Executive Director	Vice President	Associate	Analyst
Administrative Matters	-	-	-	-	-	-	-
Chapter 11 Process Management / Case Strategy	5.5 hour(s)	5.5 hour(s)	6.0 hour(s)	6.5 hour(s)	6.5 hour(s)	-	-
Debtor / Creditor / Third Party Communications	-	0.5 hour(s)	0.5 hour(s)	0.5 hour(s)	0.5 hour(s)	0.5 hour(s)	0.5 hour(s)
Hearing Preparation / Court Filings / Court Hearing	1.0 hour(s)	1.0 hour(s)	1.0 hour(s)	1.0 hour(s)	1.0 hour(s)	2.5 hour(s)	11.5 hour(s)
Analysis Creation and Review	-	-	-	-	4.0 hour(s)	4.0 hour(s)	-
Individual Total	6.5 hour(s)	7.0 hour(s)	7.5 hour(s)	8.0 hour(s)	12.0 hour(s)	7.0 hour(s)	12.0 hour(s)
Grand Total	60.0 hour(s)						

*Talen***Moelis & Company
Summary of Hours Worked**

DATE	HOURS	DESCRIPTION	PROFESSIONAL
12/1/2022	3.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
12/1/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
12/1/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
12/1/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
12/1/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
12/1/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
12/1/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
12/1/2022	4.0 hour(s)	Analysis Creation and Review	Travis Roberts
12/1/2022	4.0 hour(s)	Analysis Creation and Review	Justin Lina
12/2/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
12/2/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
12/3/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
12/3/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
12/3/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
12/3/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
12/3/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
12/7/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
12/7/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
12/7/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
12/7/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
12/7/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
12/7/2022	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
12/12/2022	2.5 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
12/12/2022	0.5 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
12/13/2022	2.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
12/14/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
12/14/2022	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
12/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
12/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
12/14/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
12/15/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Bill Derrough
12/15/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Adam Keil
12/15/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Bassam Latif
12/15/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Rachel Murray
12/15/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Travis Roberts
12/15/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
12/15/2022	1.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
12/20/2022	1.5 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
12/20/2022	1.5 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
12/21/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
12/21/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
12/21/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
12/21/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
12/21/2022	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts

Moelis & Company
Summary of Hours Worked
January 1, 2023 - January 31, 2023

*Talen***Moelis & Company****Summary of Hours Worked**

DATE	HOURS	DESCRIPTION	PROFESSIONAL
1/2/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
1/2/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
1/2/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
1/2/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
1/2/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
1/2/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
1/2/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
1/2/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
1/2/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
1/9/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
1/9/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
1/9/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
1/9/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
1/9/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
1/9/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
1/9/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
1/9/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
1/16/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
1/16/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
1/16/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
1/16/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
1/16/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
1/16/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
1/16/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
1/16/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
1/16/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
1/16/2023	1.5 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
1/23/2023	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
1/23/2023	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
1/23/2023	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
1/23/2023	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
1/23/2023	1.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
1/23/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
1/23/2023	0.5 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
1/23/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
1/23/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
1/23/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
1/23/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
1/25/2023	2.0 hour(s)	Administrative Matters	Justin Lina
1/25/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough
1/25/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
1/25/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
1/25/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
1/25/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
1/25/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Justin Lina
1/25/2023	1.0 hour(s)	Debtor / Creditor / Third Party Communications	Amy Tan
1/28/2023	4.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
1/28/2023	3.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
1/29/2023	3.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Amy Tan
1/29/2023	2.0 hour(s)	Hearing Preparation / Court Filings / Court Hearings	Justin Lina
1/30/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Bill Derrough

*Talen***Moelis & Company****Summary of Hours Worked**

DATE	HOURS	DESCRIPTION	PROFESSIONAL
1/30/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Adam Keil
1/30/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Bassam Latif
1/30/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Rachel Murray
1/30/2023	2.0 hour(s)	Debtor / Creditor / Third Party Communications	Travis Roberts
1/30/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bill Derrough
1/30/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Adam Keil
1/30/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Bassam Latif
1/30/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
1/30/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts
1/30/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Rachel Murray
1/30/2023	1.0 hour(s)	Chapter 11 Process Management / Case Strategy	Travis Roberts

EXHIBIT B — SUMMARY OF EXPENSES***Talen*****Moelis & Company
Summary of Expenses
November 2022**

Summary		Description
Airfare	\$2,478.92	Airfare and fees during business travel
Lodging	3,206.10	Hotel accomodation during business travel
Meals	224.91	Meals during business travel, weekends and late nights
Mileage, Parking, Taxi	722.99	Ground transportation during business travel and late nights
Phone	268.90	Phone and conference call bills
Total Expenses	\$6,901.82	

Talen**Moelis & Company
Details of Expenses
November 2022**

Airfare ¹		Description
Latif - 11/10/2022	\$37.00	Agent Booking Fees to New York
Latif - 11/11/2022	37.00	Agent Booking Fees to New York
Latif - 11/11/2022	2,396.92	Airfare to New York
Latif - 11/14/2022	8.00	Online/Wi Fi to New York
Total	\$2,478.92	

Lodging		Description
Latif - 11/14/2022	\$236.83	Hotel stay for trip to New York, NY
Latif - 11/14/2022	1,365.00	Hotel stay for trip to New York, NY
Latif - 11/15/2022	209.27	Hotel stay for trip to New York, NY
Latif - 11/15/2022	1,395.00	Hotel stay for trip to New York, NY
Total	\$3,206.10	

Meals		Description
Cooney - 09/07/2022	\$28.17	Meals working late
Lina - 11/02/2022	7.87	Meals working late
Tan - 11/10/2022	32.12	Meals working late
Latif - 11/14/2022	156.75	Meals while travelling
Total	\$224.91	

¹ Expenses represent when travel was booked, not when it occurred

Mileage, Parking, Taxi		Description
Cooney - 09/08/2022	\$39.98	Taxi expense while working late
Cooney - 09/09/2022	58.92	Taxi expense while working late
Cooney - 09/10/2022	29.95	Car service while travelling
Keil - 10/13/2022	44.72	Car service while travelling
Keil - 10/18/2022	29.00	Car service while travelling
Keil - 10/18/2022	19.79	Taxi expense while working late
Latif - 11/15/2022	67.76	Taxi expense while working late
Latif - 11/15/2022	41.47	Car service while travelling
Latif - 11/15/2022	24.36	Car service while travelling
Lina - 11/15/2022	9.98	Car service while travelling
Latif - 11/16/2022	119.00	Car service while travelling
Latif - 11/16/2022	179.67	Taxi expense while working late
Lina - 11/16/2022	11.58	Taxi expense while working late
Lina - 11/17/2022	10.23	Taxi expense while working late
Lina - 11/22/2022	1.02	Taxi expense while working late
Lina - 11/22/2022	7.11	Taxi expense while working late
Lina - 11/23/2022	7.98	Taxi expense while working late
Lina - 11/29/2022	10.36	Taxi expense while working late
Lina - 11/30/2022	9.07	Taxi expense while working late
Lina - 11/30/2022	1.04	Taxi expense while working late
Total	\$722.99	

Phone		Description
Colella - 10/31/2022	\$4.72	Telecommunication expense allocation
Cooney - 10/31/2022	15.72	Telecommunication expense allocation
Jeon - 10/31/2022	38.60	Telecommunication expense allocation
Derrough - 10/31/2022	3.66	Telecommunication expense allocation
Latif - 10/31/2022	5.40	Telecommunication expense allocation
Roberts - 11/30/2022	15.56	Telecommunication expense allocation
Kelly - 11/30/2022	7.18	Telecommunication expense allocation
Lina - 11/30/2022	45.86	Telecommunication expense allocation
Keil - 11/30/2022	25.81	Telecommunication expense allocation
Murray - 11/30/2022	5.00	Telecommunication expense allocation
Colella - 11/30/2022	6.25	Telecommunication expense allocation
Tan - 11/30/2022	18.90	Telecommunication expense allocation
Cooney - 11/30/2022	28.12	Telecommunication expense allocation
Jeon - 11/30/2022	28.35	Telecommunication expense allocation
Derrough - 11/30/2022	6.77	Telecommunication expense allocation
Latif - 11/30/2022	13.00	Telecommunication expense allocation
Total	\$268.90	

Talen**Moelis & Company
Summary of Expenses
December 2022**

Summary		Description
Phone	\$346.99	Phone and conference call bills
Total Expenses	\$346.99	

Talen**Moelis & Company
Details of Expenses
December 2022**

Phone		Description
Roberts - 12/31/2022	\$15.40	Telecommunication expense allocation
Kelly - 12/31/2022	10.30	Telecommunication expense allocation
Lina - 12/31/2022	208.54	Telecommunication expense allocation
Keil - 12/31/2022	10.81	Telecommunication expense allocation
Murray - 12/31/2022	16.96	Telecommunication expense allocation
Colella - 12/31/2022	5.62	Telecommunication expense allocation
Tan - 12/31/2022	18.09	Telecommunication expense allocation
Cooney - 12/31/2022	28.12	Telecommunication expense allocation
Jeon - 12/31/2022	18.90	Telecommunication expense allocation
Derrough - 12/31/2022	6.25	Telecommunication expense allocation
Latif - 12/31/2022	8.00	Telecommunication expense allocation
Total	\$346.99	

Talen**Moelis & Company
Summary of Expenses
January 2023**

Summary		Description
Phone	\$205.77	Phone and conference call bills
Total Expenses	\$205.77	

Talen**Moelis & Company
Details of Expenses
January 2023**

Phone		Description
Roberts - 01/31/2023	\$12.17	Telecommunication expense allocation
Kelly - 01/31/2023	11.60	Telecommunication expense allocation
Lina - 01/31/2023	83.43	Telecommunication expense allocation
Keil - 01/31/2023	9.95	Telecommunication expense allocation
Murray - 01/31/2023	2.01	Telecommunication expense allocation
Colella - 01/31/2023	4.69	Telecommunication expense allocation
Tan - 01/31/2023	18.09	Telecommunication expense allocation
Jeon - 01/31/2023	25.00	Telecommunication expense allocation
Cooney - 01/31/2023	18.74	Telecommunication expense allocation
Derrough - 01/31/2023	5.80	Telecommunication expense allocation
Latif - 01/31/2023	14.29	Telecommunication expense allocation
Total	\$205.77	

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

)	
In re:)	Chapter 11
)	
TALen ENERGY SUPPLY LLC, et al.,¹)	Case No. 22-90054 (MI)
)	
Debtors.)	(Jointly Administered)
)	

**ORDER ALLOWING INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES**
(Docket No. ____)

The Court has considered the Third Interim Application for Compensation and Reimbursement of Expenses filed by Moelis & Company LLC (the “Applicant”). The Court orders:

1. The Applicant is allowed interim compensation and reimbursement of expenses in the amount of \$532,454.58 for the period set forth in the application.
2. The Debtors are authorized to disburse any unpaid amounts allowed by paragraph 1 of this Order.

¹ A complete list of the Debtors in these chapter 11 Cases may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://cases.ra.kroll.com/talenenergy>. The Debtors' primary mailing address is 1780 Hughes Landing Boulevard, Suite 800, The Woodlands, Texas 77380.